

1 STUART C. CLARK (SBN 124152)
clark@carrferrell.com
2 CHRISTINE S. WATSON (SBN 218006)
cwatson@carrferrell.com
3 CARR & FERRELL LLP
2200 Geng Road
4 Palo Alto, California 94303
Telephone: (650) 812-3400
5 Facsimile: (650) 812-3444

6 Attorneys for Defendants
PRIMROSE METALS, INC., RICHARD
7 RAYBIN, and LIFETIME CAPITAL GROUP

8 UNITED STATES DISTRICT COURT
9
10 NORTHERN DISTRICT OF CALIFORNIA
11 SAN FRANCISCO DIVISION

12 NORCA INDUSTRIAL, LLC, a New York
limited liability company,

13 Plaintiff,

14 v.

15 ROBERT WREN, an individual, PRIMROSE
16 METALS, INC., a California corporation,
RICHARD RAYBIN, an individual, LIFETIME
17 CAPITAL GROUP, an unknown entity, and
VICTORIA PICCOLOTTI, an individual,

18 Defendants.
19

CASE NO. C 07-3425 WHA

DECLARATION OF RICHARD
RAYBIN IN OPPOSITION TO
PLAINTIFF'S MOTION FOR A
TEMPORARY RESTRAINING ORDER

Date: July 3, 2007
Time: 3.30 p.m.
Court: Courtroom 9, 19th Floor
Judge: Hon. William H. Alsup

20 I, the undersigned, RICHARD A. RAYBIN, declare as follows:

21 1. I am a defendant in this action, and I live and work in San Mateo County, California.

22 Except where so indicated, the facts set out herein are within my personal knowledge, and if called
23 upon to do so I could and would testify to the truth thereof.

24 2. I am the principal of Lifetime Capital Group ("LCG"), under which name I conduct
25 my business as a financial advisor. That business involves, among other things, providing clients
26 with prudent investment strategies, including financial planning and customized investment
27
28

3. Primrose Metals, Inc. (“Metals”) is an entity that I incorporated to serve as the vehicle for a business venture between me and Wren, focusing on importing metal products. After Metals was incorporated on or about June 8, 2007, a disagreement arose between me and Wren, as a result of which Wren withdrew from the proposed joint business venture. On information and belief, Wren then set up Primrose Alloys, Inc. (“Alloys”) as an alternative vehicle for the business venture. Since Wren’s withdrawal from the business venture with me, Metals has had nothing whatsoever to do with Norca, Wren, Alloys, or any business engaged in the metal industry. I do not have, and have never had, any ownership or other interest in Alloys.

4. I have read the complaint in the action. I generally deny all of the allegations of misconduct that are made by Norca against me, Metals, and LCG. I specifically deny that I have disclosed or used or otherwise misappropriated any trade secret vendor, customer, or other information of Norca. Moreover, I have not communicated with any vendor or customer of Norca.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed at Palo Alto, California, this July 2007.

RICHARD A. RAYBIN